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Counsel to the Debtors
and Debtors-in-Possession

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY**

In re:

NEW ENGLAND MOTOR FREIGHT, INC.,
et al.,

Debtors.¹

Chapter 11

Case No. 19-12809 (JKS)

(Jointly Administered)

**NOTICE OF FILING OF MONTHLY COMPENSATION AND STAFFING
REPORT BY PHOENIX MANAGEMENT SERVICES, LLC
FOR THE PERIOD FROM SEPTEMBER 30, 2019 THROUGH NOVEMBER 3,
2019**

PLEASE TAKE NOTICE that on February 11, 2019, New England Motor Freight, Inc. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), filed the *Motion of Debtors for Authority to Retain and Employ Phoenix Management Services, LLC Effective as of Petition Date to Provide a Chief Restructuring Officer, Deputy Chief Restructuring Officers, and Supporting Personnel* [Docket No 16], with the United States Bankruptcy Court for the District of New Jersey (the “**Court**”).

PLEASE TAKE FURTHER NOTICE that on February 13, 2019, the Court entered the *Order Authorizing Debtors to Retain and Employ Phoenix Management Services, LLC Effective as of Petition Date to Provide a Chief Restructuring Officer, Deputy Chief*

¹ The Debtors in these chapter 11 cases and the last four digits of each Debtor’s taxpayer identification number are as follows: New England Motor Freight, Inc. (7697); Eastern Freight Ways, Inc. (3461); NEMF World Transport, Inc. (2777); Apex Logistics, Inc. (5347); Jans Leasing Corp. (9009); Carrier Industries, Inc. (9223); Myar, LLC (4357); 2720890.2 115719-100281

PLEASE TAKE FURTHER NOTICE that, in accordance with the Phoenix Retention Order, Phoenix Management Services, LLC hereby files its monthly compensation and staffing Report for the period from September 30, 2019 through November 3, 2019 in the form attached hereto as Exhibit 1.

Dated: November 13, 2019

Respectfully submitted,

GIBBONS P.C.

By:/s/ Karen A. Giannelli

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Exhibit 1

Phoenix Management Services, LLC (“Phoenix”) hereby submits this Ninth Monthly Report of Compensation Earned and Expenses Incurred (the “Report”) for the period September 30, 2019 through November 3, 2019 (five weeks) for compensation and reimbursement of costs and expenses incurred pursuant to its engagement, which was approved by order of the Bankruptcy Court on February 13, 2019 [Docket No. 42] (the “Retention Order”).

Under the Retention Order, the Debtors are authorized to compensate Phoenix a flat weekly fee of \$30,000 pursuant to the terms of the Engagement Letter for the services of the CRO as well as a flat weekly expense reimbursement of \$300 as reimbursement of expenses related to items such as facsimile charges and other support charges. By agreement, beginning the week of August 12, 2019, the CRO is paid on an hourly basis. Phoenix’s fees for the CRO during this five-week period were \$92,187.50.

Under the Retention Order, the Debtors are also authorized to compensate Phoenix weekly or monthly with respect to time and expenses incurred by other of its staff. Phoenix’s fees for its other staff during this five-week period were \$103,240.00.

Pursuant to the Retention Order, parties in interest may file an objection, if any, to this Report within fourteen (14) days from the date of filing of this Report.

Attachment	Description
Exhibit A	Summary of Compensation
Exhibit A1	Time Summary by Matter Code
Exhibit A2	Time Summary by Professional
Exhibit A3	Time Entry Detail
Exhibit B1	Expense Summary by Category
Exhibit B2	Expense Item Detail

EXHIBIT A:					
Summary of Compensation for the period of September 30, 2019 through November 3, 2019					
Project Name	Professional Fees	Expenses	Total	Payments Received	Unpaid
Shevell BK - CRO	\$92,187.50	\$4,215.25	\$96,402.75	\$96,402.75	\$0.00
Shevell BK - Others	\$103,240.00	\$1,151.18	\$104,391.18	\$0.00	\$104,391.18
Totals:	\$195,427.50	\$5,366.43	\$200,793.93	\$96,402.75	\$104,391.18

EXHIBIT A1

Time Summary by Matter for the period of September 30, 2019 through November 3, 2019

Shevell BK - CRO	
Matter Description	Total Fees Requested
Operational Management	\$ 92,187.50
Totals	\$ 92,187.50
Shevell BK - OTHERS	
Matter Description	Total Billed Hours
Bankruptcy - Admin - Fee Application	1.0
Billable Travel	18.3
Financial & Cash Management	229.0
Bankruptcy - Plan of Reorganization & Disclosure Statement	7.5
Totals	255.8
Combined Totals	
Matter Description	Total Billed Hours
Bankruptcy - Admin - Fee Application	1.0
Billable Travel	18.3
Financial & Cash Management	229.0
Operational Management	Total for CRO
Bankruptcy - Plan of Reorganization & Disclosure Statement	7.5
Totals	\$ 195,427.50

Matter Descriptions

1. Analysis of Financials, Models, etc.

Includes analysis of historical operations, historical cash flows, significant Balance Sheet and P&L accounts and other related financial analysis

2. Bankruptcy – Administration

Drafting and reviewing court filed and internal documents related to the application and retention process; meetings and correspondence related to the application and retention process; staffing report and other administrative matters

3. Bankruptcy - Advise company regarding elements of any proposed Reorganization.

This includes strategies to liquidate rolling stock and other assets, and the sale of Eastern.

4. Bankruptcy - Advise company regarding strategy w/creditors, customers, others

Includes meeting with creditors, UCC communications, Secured Lender communications, shareholders and major customers

5. Bankruptcy - Assist in preparation/review schedules, SOFAs, 1st day Motions, MORs

Assist company personnel in all matters related to the preparation of schedules, SOFAs, MOR's and First Day motions.

6. Bankruptcy - Billable Travel Document Page 5 of 17

Travel time incurred among CRO (Chief Restructuring Officer) and Phoenix personnel in connection with providing services rendered; mostly travel time to the Debtor's offices located in Elizabeth, NJ.

7. Bankruptcy - Budget, Forecast, Scorecard Preparation

Includes preparation of weekly Cash flow forecasts, weekly scorecards, MOR's, and other related financial forecasts and analysis.

8. Bankruptcy - Court Hearing & Preparation

Serving as the authorized representative of the Debtors in Chapter 11 cases; preparing for and attending hearings and meetings with the Office of the Trustee

9. Bankruptcy - Creditor & Vendor Interface

Communicating with vendors and creditors regarding case matters, advising supply chain personnel, evaluate individual claims and negotiate payments; meetings and correspondences with counsel regarding vendor and creditor matters and settlements; tracking and reporting of vendor and creditor management activities

10. Bankruptcy - Financial & Cash Management

Daily review of cash disbursements and receipt activity. Manage cash activity to remain in compliance with cash flow budgets. Review accounts receivable collections. Scorecard activities.

11. Bankruptcy - Interface with Committee/Committee Counsel

Meeting with professionals of Creditors' Committee and Committee counsel; preparing and providing financial and other requested information

12. Bankruptcy - Operational Management

CRO—Interface with operations Management on all activities

13. Bankruptcy - Sale of Assets

Select and work with Liquidator on the Auction of all NEMF Rolling Stock and other Assets. All activities related to the sale of Eastern.

14. Communication - Phoenix Team

Work by Phoenix professionals organizing and coordinating our efforts, providing updates on individual conversations and activities, developing and refining our work streams, and developing strategies regarding sequencing of work and communications with parties of interest

15. Valuation & Related Matters

Work with Liquidator on establishing low high values for rolling stock

EXHIBIT A2:

Time Summary by Professional for the period of September 30, 2019 through November 3, 2019

Shevell BK - CRO				
Professional	Position Title	Flat Rate per hour	Total Net Compensation	
Vincent Colistra	CRO	\$ 625.00	\$92,187.50	
	Totals		\$92,187.50	
Shevell BK - OTHERS				
Professional	Position Title	Rate	Total Hours	Total Compensation
Al Mink	Managing Director	\$ 525.00	160.40	\$84,210.00
Kevin Doyle	Analyst	\$ 200.00	94.40	\$18,880.00
Stacey Miller	Office/Billing Manager	\$ 150.00	1.00	\$150.00
	Totals		255.80	\$103,240.00
Totals				
Professional	Position Title	Rate	Total Hours	Total Compensation
Vincent Colistra	CRO	\$ 625.00	Total for CRO	\$92,187.50
Al Mink	Managing Director	\$ 525.00	160.40	\$84,210.00
Kevin Doyle	Analyst	\$ 200.00	94.40	\$18,880.00
Stacey Miller	Office/Billing Manager	\$ 150.00	1.00	\$150.00
	Totals		255.80	\$195,427.50

Time Entry Detail for the period of September 30, 2019 through November 3, 2019

Project Time Records by Task Code							
Professional	Position Title	Task Code	Service Period	Total Billed Hours	Rate	Total Fees	Total Compensation
Vincent Colistra	CRO	Bankruptcy - Operational Management	09/30/19-10/06/19	33.00	\$625.00	\$20,625.00	\$20,625.00
Vincent Colistra	CRO	Bankruptcy - Operational Management	10/07/19-10/13/19	32.50	\$625.00	\$20,312.50	\$20,312.50
Vincent Colistra	CRO	Bankruptcy - Operational Management	10/14/19-10/20/19	37.00	\$625.00	\$23,125.00	\$23,125.00
Vincent Colistra	CRO	Bankruptcy - Operational Management	10/21/19-10/27/19	32.50	\$625.00	\$20,312.50	\$20,312.50
Vincent Colistra	CRO	Bankruptcy - Operational Management	10/28/19-11/03/19	12.50	\$625.00	\$7,812.50	\$7,812.50
	Totals						\$92,187.50

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Phoenix Management

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Filters Used:

- Time Entry Date: 9/30/2019 to 11/3/2019
- Project ID: Shevell BK - NEMF: to Shevell BK - NEMF:

* = Invoiced (mouse over for #), = Marked as Billed, = Non-Billable, * = Xtra

Project ID - Name (Manager): Shevell BK - NEMF: - Shevell BK - NEMF (Vincent Colistra)

Day	Date	Employee	Description	Hrs	B-Hrs	Amount	*
<i>Bankruptcy - Admin - Fee Application</i>							
<i>S Miller</i>							
Thur	10/10/2019	S Miller	Bankruptcy - Admin - Fee Application Prepare 8th monthly staffing report	0.70	0.70	\$105.00	
Thur	10/31/2019	S Miller	Bankruptcy - Admin - Fee Application Prepare for next monthly staffing report	0.30	0.30	\$45.00	
				S Miller Total:	<u>1.00</u>	<u>1.00</u>	<u>\$150.00</u>
				Bankruptcy - Admin - Fee Application Total:	<u>1.00</u>	<u>1.00</u>	<u>\$150.00</u>
<i>Bankruptcy - Billable Travel</i>							
<i>A Mink</i>							
Mon	9/30/2019	A Mink	Bankruptcy - Billable Travel RT to Shevell, Elizabeth NJ	1.00	0.50	\$262.50	
Wed	10/2/2019	A Mink	Bankruptcy - Billable Travel RT to Shevell, Elizabeth NJ	1.00	0.50	\$262.50	
Thur	10/3/2019	A Mink	Bankruptcy - Billable Travel RT to Shevell, Elizabeth NJ	1.00	0.50	\$262.50	
Mon	10/7/2019	A Mink	Bankruptcy - Billable Travel RT to Shevell, Elizabeth	1.00	0.50	\$262.50	
Tues	10/8/2019	A Mink	Bankruptcy - Billable Travel RT to Elizabeth. Excessive travel time because of accident.	3.00	1.50	\$787.50	
Wed	10/9/2019	A Mink	Bankruptcy - Billable Travel RT to Shevell, Elizabeth	1.00	0.50	\$262.50	
Mon	10/14/2019	A Mink	Bankruptcy - Billable Travel RT to Shevell, Elizabeth, NJ	1.00	0.50	\$262.50	
Tues	10/15/2019	A Mink	Bankruptcy - Billable Travel RT to Shevell, Elizabeth, NJ	1.00	0.50	\$262.50	
Wed	10/16/2019	A Mink	Bankruptcy - Billable Travel From meeting to Elizabeth and return from Elizabeth.	1.50	0.70	\$367.50	
Thur	10/17/2019	A Mink	Bankruptcy - Billable Travel RT to Shevell, Elizabeth, NJ	1.00	0.50	\$262.50	
Thur	10/31/2019	A Mink	Bankruptcy - Billable Travel RT to Elizabeth	1.00	0.50	\$262.50	
				A Mink Total:	<u>13.50</u>	<u>6.70</u>	<u>\$3,517.50</u>
<i>K Doyle</i>							
Mon	9/30/2019	K Doyle	Bankruptcy - Billable Travel Travel to NEMF and back	3.00	1.50	\$300.00	
Wed	10/2/2019	K Doyle	Bankruptcy - Billable Travel Travel to NEMF and back with heavy traffic	4.00	2.00	\$400.00	
Thur	10/3/2019	K Doyle	Bankruptcy - Billable Travel Travel to NEMF with heavy traffic	4.00	2.00	\$400.00	
Wed	10/9/2019	K Doyle	Bankruptcy - Billable Travel Travel to NEMF and back, with traffic	3.50	1.70	\$340.00	
Mon	10/14/2019	K Doyle	Bankruptcy - Billable Travel Travel to NEMF and back	3.00	1.50	\$300.00	
Tues	10/15/2019	K Doyle	Bankruptcy - Billable Travel	3.50	1.70	\$340.00	

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- Project ID: Shevell BK - NEMF: to Shevell BK - NEMF:

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Project ID - Name (Manager): Shevell BK - NEMF: - Shevell BK - NEMF (Vincent Colistra)

Day	Date	Employee	Description	Hrs	B-Hrs	Amount	*
<i>Bankruptcy - Billable Travel</i>							
Wed	10/16/2019	K Doyle	Travel to NEMF and back Bankruptcy - Billable Travel Travel from from meeting to NEMF, Return from NEMF	2.30	1.20	\$240.00	
				K Doyle Total:	<u>23.30</u>	<u>11.60</u>	<u>\$2,320.00</u>
				Bankruptcy - Billable Travel Total:	<u>36.80</u>	<u>18.30</u>	<u>\$5,837.50</u>

Bankruptcy - Financial & Cash Management

A Mink

Mon	9/30/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, Accounts Receivable, professional fees, cash analysis, transition plans for VP risk management, permanent storage of records	8.00	8.00	\$4,200.00	
Tues	10/1/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, Accounts Receivable, professional fees, cash analysis, transition plans for VP risk management, permanent storage of records	8.00	8.00	\$4,200.00	
Wed	10/2/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, Accounts Receivable, professional fees, cash analysis, transition plans for VP risk management, permanent storage of records	8.30	8.30	\$4,357.50	
Thur	10/3/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, Accounts Receivable, professional fees, cash analysis, transition plans for VP risk management, permanent storage of records	7.20	7.20	\$3,780.00	
Fri	10/4/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, Accounts Receivable, professional fees, cash analysis, transition plans for VP risk management, permanent storage of records	5.20	5.20	\$2,730.00	
Mon	10/7/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, claims reconciliations, cash management, plan	8.20	8.20	\$4,305.00	
Tues	10/8/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, claims reconciliations, cash management, plan	9.00	9.00	\$4,725.00	
Wed	10/9/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, claims reconciliations, cash management, plan. Meeting with Creditors committee on plan	8.30	8.30	\$4,357.50	
Fri	10/11/2019	A Mink	Bankruptcy - Financial & Cash Management Conference call on status of post petition insurance claims with Ernie and Gibbons. Calls concerning various financial analysis. Review emails on Plan.	6.00	6.00	\$3,150.00	
Mon	10/14/2019	A Mink	Bankruptcy - Financial & Cash Management	8.50	8.50	\$4,462.50	

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Project ID - Name (Manager): Shevell BK - NEMF: - Shevell BK - NEMF (Vincent Colistra)

Day	Date	Employee	Description	Hrs	B-Hrs	Amount	*
<u>Bankruptcy - Financial & Cash Management</u>							
Tues	10/15/2019	A Mink	Cargo Claims and A/R wrap up, insurance issues, professional fees, emails on plans and other matters	3.00	3.00	\$1,575.00	
			Bankruptcy - Financial & Cash Management Staffing, file storage, A/R and Cargo claims, plan documents				
Wed	10/16/2019	A Mink	Bankruptcy - Financial & Cash Management	5.00	5.00	\$2,625.00	
			Various emails on cargo claims and A/R, and plan development				
Thur	10/17/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims and A/R wrap up, insurance issues, professional fees, emails on plans and other matters	7.50	7.50	\$3,937.50	
Fri	10/18/2019	A Mink	Bankruptcy - Financial & Cash Management Multiple emails on plan documents. review plan draft.	6.00	6.00	\$3,150.00	
Mon	10/21/2019	A Mink	Bankruptcy - Financial & Cash Management Emails, A/R and Cargo Claim wrap up, follow up on storage.	4.50	4.50	\$2,362.50	
Tues	10/22/2019	A Mink	Bankruptcy - Financial & Cash Management Emails and calls, on storage, IT, staffing, Creditor Committee requests, transition plan	5.20	5.20	\$2,730.00	
Wed	10/23/2019	A Mink	Bankruptcy - Financial & Cash Management Emails and calls, on storage, IT, staffing, Creditor Committee requests, transition plan	5.30	5.30	\$2,782.50	
Thur	10/24/2019	A Mink	Bankruptcy - Financial & Cash Management Emails and calls, on storage, IT, staffing, Creditor Committee requests, transition plan	5.00	5.00	\$2,625.00	
Fri	10/25/2019	A Mink	Bankruptcy - Financial & Cash Management Emails and calls, on storage, IT, staffing, Creditor Committee requests, transition plan, conference call with Gibbons on go forward plan	5.00	5.00	\$2,625.00	
Mon	10/28/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, A/R collections, file storage, insurance, and other wind down activities	4.00	4.00	\$2,100.00	
Tues	10/29/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, A/R collections, file storage, insurance, and other wind down activities	4.00	4.00	\$2,100.00	
Wed	10/30/2019	A Mink	Bankruptcy - Financial & Cash Management Cargo claims, A/R collections, file storage, insurance, and other wind down activities	4.00	4.00	\$2,100.00	
Thur	10/31/2019	A Mink	Bankruptcy - Financial & Cash Management Work towards final version of Cargo claims settlement sheet and review A/P analysis. Conference with Gibbons and Withum on 2019 tax issues	6.00	6.00	\$3,150.00	

Phoenix Management

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Filters Used:

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- Project ID: Shevell BK - NEMF: to Shevell BK - NEMF:

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Project ID - Name (Manager): Shevell BK - NEMF: - Shevell BK - NEMF (Vincent Colistra)

Day	Date	Employee	Description	Hrs	B-Hrs	Amount	*
Bankruptcy - Financial & Cash Management							
Fri	11/1/2019	A Mink	Bankruptcy - Financial & Cash Management Finalize Cargo claims settlement sheet and open settlements not reported to UCC.	5.00	5.00	\$2,625.00	
A Mink Total: <u>146.20</u> <u>146.20</u> <u>\$76,755.00</u>							
K Doyle							
Mon	9/30/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating MORs for submitting, updating Cash Flow analyses	7.50	7.50	\$1,500.00	
Tues	10/1/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating Cash Flow Analysis, Creating Winddown Budget	6.50	6.50	\$1,300.00	
Wed	10/2/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating Cash Analyses, meetings with Gibbons, meetings with UCC, meetings regarding bank deficiency	7.60	7.60	\$1,520.00	
Thur	10/3/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating wind down plan and liquidation analysis	7.80	7.80	\$1,560.00	
Tues	10/8/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating weekly cash analyses	2.10	2.10	\$420.00	
Wed	10/9/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating Cash Analyses, Claims Analyses, Wind down plan, budget	8.60	8.60	\$1,720.00	
Mon	10/14/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating Weekly Cash Analyses and winddown budget	8.10	8.10	\$1,620.00	
Tues	10/15/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating cash analyses & calls with Gibbons	8.20	8.20	\$1,640.00	
Wed	10/16/2019	K Doyle	Bankruptcy - Financial & Cash Management Reviewing analyses, communication with lawyers, updating templates for September MORs	4.30	4.30	\$860.00	
Thur	10/17/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating Analyses for plan - 2.4 Updating MORs - 3.6	6.00	6.00	\$1,200.00	
Fri	10/18/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating MORs September Bankruptcy -	4.70	4.70	\$940.00	
Thur	10/24/2019	K Doyle	Financial & Cash Management Updating Weekly Cash Analyses	0.90	0.90	\$180.00	
Fri	10/25/2019	K Doyle	Bankruptcy - Financial & Cash Management Call with Gibbons & Phoenix on wind down and cash waterfall	1.50	1.50	\$300.00	
Mon	10/28/2019	K Doyle	Bankruptcy - Financial & Cash Management Updating Cash Analyses & supplement - 2.4	4.60	4.60	\$920.00	
Tues	10/29/2019	K Doyle	September MORs - 2.2 Bankruptcy - Financial & Cash Management Updating MORs & Cash Analysis	4.40	4.40	\$880.00	

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Filters Used:

- Time Entry Date: 9/30/2019 to 11/3/2019
- Project ID: Shevell BK - NEMF: to Shevell BK - NEMF:

* = Invoiced (mouse over for #), = Marked as Billed, = Non-Billable, * = Xtra

Project ID - Name (Manager): Shevell BK - NEMF: - Shevell BK - NEMF (Vincent Colistra)

Day	Date	Employee	Description	Hrs	B-Hrs	Amount	*
<u>Bankruptcy - Financial & Cash Management</u>							
			K Doyle Total:	<u>82.80</u>	<u>82.80</u>	<u>\$16,560.00</u>	
			Bankruptcy - Financial & Cash Management Total:	<u>229.00</u>	<u>229.00</u>	<u>\$93,315.00</u>	

Bankruptcy - Plan of Reorganization & Disclosure Statement

A Mink

Wed	10/2/2019	A Mink	Bankruptcy - Plan of Reorganization & Disclosure Statement Read emails and documents concerning plan and hearing on October 12	2.00	2.00	\$1,050.00	
Thur	10/3/2019	A Mink	Bankruptcy - Plan of Reorganization & Disclosure Statement Read emails and documents concerning plan and hearing on October 12	1.50	1.50	\$787.50	
Fri	10/4/2019	A Mink	Bankruptcy - Plan of Reorganization & Disclosure Statement Read emails and documents concerning plan and hearing on October 12. Claims analysis and input for Plan and disclosure statement.	2.50	2.50	\$1,312.50	
Sun	10/6/2019	A Mink	Bankruptcy - Plan of Reorganization & Disclosure Statement Read first draft of plan and disclosure statement and associated documents	1.50	1.50	\$787.50	
			A Mink Total:	<u>7.50</u>	<u>7.50</u>	<u>\$3,937.50</u>	
			Bankruptcy - Plan of Reorganization & Disclosure Statement Total:	<u>7.50</u>	<u>7.50</u>	<u>\$3,937.50</u>	
			Project Shevell BK - NEMF: Total:	<u>274.30</u>	<u>255.80</u>	<u>\$103,240.00</u>	
			Grand Total:	<u>274.30</u>	<u>255.80</u>	<u>\$103,240.00</u>	

EXHIBIT B1:

Expense Summary by Category for the period of September 30, 2019 through November 3, 2019

	Shevell BK CRO	Shevell BK Others			
Expense Category	Amounts	Amounts	Total	Payments Received	Unpaid
Administrative & Support	\$1,500.00	\$0.00	\$1,500.00	\$1,500.00	\$0.00
Air & Rail	\$809.60	\$0.00	\$809.60	\$809.60	\$0.00
Lodging	\$452.26	\$0.00	\$452.26	\$452.26	\$0.00
Meals	\$54.59	\$25.86	\$80.45	\$54.59	\$25.86
Mileage NR	\$855.50	\$0.00	\$855.50	\$855.50	\$0.00
Mileage	\$0.00	\$951.42	\$951.42	\$0.00	\$951.42
Parking	\$21.00	\$0.00	\$21.00	\$21.00	\$0.00
Taxi	\$356.20	\$0.00	\$356.20	\$356.20	\$0.00
Tolls	\$166.10	\$173.90	\$340.00	\$166.10	\$173.90
Totals	\$4,215.25	\$1,151.18	\$5,366.43	\$4,215.25	\$1,151.18

Exhibit B2:

Expense Item Detail for the period of September 30, 2019 through November 3, 2019

Phoenix Management

110 Commons Court
Chadds Ford, PA 19317-9716
Tel: 610-358-4700 Fax: 610-358-9377

Printed on: 11/7/2019
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Filters Used:

- Expense Log Date: 9/30/2019 to 11/3/2019
- Expense Log Project ID: Shevell BK VC - NEMF: to Shevell BK VC - NEMF:

Date	Employee ID	Project ID	Units	Amount	Memo
Admin: - Administrative & Support					
10/4/2019	Administrative	Shevell BK VC - NEMF:	1.00	\$300.00	Weekly Admin Fee
10/11/2019	Administrative	Shevell BK VC - NEMF:	1.00	\$300.00	Weekly Admin Fee
10/18/2019	Administrative	Shevell BK VC - NEMF:	1.00	\$300.00	Weekly Admin Fee
10/25/2019	Administrative	Shevell BK VC - NEMF:	1.00	\$300.00	Weekly Admin Fee
11/1/2019	Administrative	Shevell BK VC - NEMF:	1.00	\$300.00	Weekly Admin Fee
Admin: Sub-Total:				\$1,500.00	
AirRail Billble: - Air & Rail					
10/17/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$809.60	Travel to West Palm beach, FL to meet with the owner and lawyers to review the Plan and Disclosure Statement and get approval of Plan. \$784.60 + \$25.00
AirRail Billble: Sub-Total:				\$809.60	
Lodging: - Lodging					
10/18/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$452.26	Hotel for 1 night for meeting with owner and lawyers for Plan and Disclosure meeting and approval
Lodging: Sub-Total:				\$452.26	
MEALS BILLABLE: - Meals					
10/17/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$54.59	Cocktails before dinner with owner, lawyer and myself.
MEALS BILLABLE: Sub-Total:				\$54.59	
Mileage NR: - Mileage					
9/30/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company on NJ Turnpike
10/1/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company on NJ Turnpike
10/2/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company on NJ Turnpike
10/3/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company on NJ Turnpike
10/7/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company
10/8/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company
10/9/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company
10/10/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company
10/14/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from Shevell
10/15/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from Shevell
10/16/2019	V Colistra	Shevell BK VC - NEMF:	35.00	\$20.30	Miles from Shevell
10/22/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	120 miles on ride to Gibbon's office in Newark before court hearing
10/31/2019	V Colistra	Shevell BK VC - NEMF:	120.00	\$69.60	Miles to and from the company
Mileage NR: Sub-Total:				\$855.50	
Parking: - Parking					
10/22/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$21.00	Parking in Newark to visit Gibbons' offices and attend court hearing.
Parking: Sub-Total:				\$21.00	
TAXI BILLABLE: - Taxi					
10/17/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$148.90	Car service to airport. Taxi from Airport to Hotel
10/18/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$202.00	Taxis from hotel to airport and for return from airport
10/22/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$5.30	Cab from Gibbons' office to court house
TAXI BILLABLE: Sub-Total:				\$356.20	
TOLLS BILLABLE: - Tolls					
9/30/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on NJ Turnpike to and from the Company
10/1/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on NJ Turnpike to and from the Company
10/2/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on NJ Turnpike to and from the Company

Phoenix Management

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Filters Used:

- Expense Log Date: 9/30/2019 to 11/3/2019
- Expense Log Project ID: Shevell BK VC - NEMF: to Shevell BK VC - NEMF:

Date	Employee ID	Project ID	Units	Amount	Memo
TOLLS BILLABLE:: - Tolls					
10/3/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on NJ Turnpike to and from the Company
10/7/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on turnpike to and from the company
10/8/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on turnpike to and from the company
10/9/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on turnpike to and from the company
10/10/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on turnpike to and from the company
10/14/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls to and from Shevell
10/15/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls to and from Shevell
10/16/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$6.50	Tolls from Shevell
10/22/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls
10/31/2019	V Colistra	Shevell BK VC - NEMF:	1.00	\$13.30	Tolls on turnpike to and from the company
TOLLS BILLABLE:: Sub-Total:					
<u>\$166.10</u>					
Grand Total:					
<u>\$4,215.25</u>					

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Expenses By Item

110 Commons Court

Chadds Ford, PA 19317-9716

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Filters Used:

- Expense Log Date: 9/30/2019 to 11/3/2019
- Expense Log Project ID: Shevell BK - NEMF: to Shevell BK - NEMF:

Date	Employee ID	Project ID	Units	Amount	Memo
MEALS BILLABLE: - Meals					
10/16/2019	K Doyle	Shevell BK - NEMF:	1.00	\$25.86	Lunch for K Doyle and V Colistra at Starbucks - \$25.86
MEALS BILLABLE: Sub-Total: <u>\$25.86</u>					
Mileage: - Mileage					
9/30/2019	K Doyle	Shevell BK - NEMF:	162.40	\$94.19	Travel to NEMF and back
9/30/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	Rt Shevell, Elizabeth NJ
10/2/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	Rt Shevell, Elizabeth NJ
10/2/2019	K Doyle	Shevell BK - NEMF:	162.40	\$94.19	Travel to NEMF and back
10/3/2019	K Doyle	Shevell BK - NEMF:	162.40	\$94.19	Travel to NEMF and back
10/3/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	Rt Shevell, Elizabeth NJ
10/7/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	RT Shevell
10/8/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	RT Shevell
10/9/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	RT Shevell
10/9/2019	K Doyle	Shevell BK - NEMF:	162.40	\$94.19	Travel to NEMF and back
10/14/2019	K Doyle	Shevell BK - NEMF:	162.40	\$94.19	Travel to NEMF and back
10/14/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	RT to Shevell
10/15/2019	K Doyle	Shevell BK - NEMF:	162.40	\$94.19	Travel to NEMF and back
10/15/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	RT to Shevell
10/16/2019	K Doyle	Shevell BK - NEMF:	116.00	\$67.28	From meeting to NEMF - 27 miles Return from NEMF - 89 miles
10/16/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	From meeting to Shevell and return from Shevell
10/17/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	RT to Shevell
10/31/2019	A Mink	Shevell BK - NEMF:	50.00	\$29.00	RT to Shevell from home
Mileage: Sub-Total: <u>\$951.42</u>					
TOLLS BILLABLE: - Tolls					
9/30/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	Rt Shevell, Elizabeth NJ
9/30/2019	K Doyle	Shevell BK - NEMF:	1.00	\$18.30	Tolls to NEMF and back
10/2/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	Rt Shevell, Elizabeth NJ
10/2/2019	K Doyle	Shevell BK - NEMF:	1.00	\$18.30	Tolls to NEMF and back
10/3/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	Rt Shevell, Elizabeth NJ
10/3/2019	K Doyle	Shevell BK - NEMF:	1.00	\$18.30	Tolls to NEMF and back
10/7/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	RT Shevell
10/8/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	RT Shevell
10/9/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	RT Shevell
10/9/2019	K Doyle	Shevell BK - NEMF:	1.00	\$18.30	Tolls to NEMF and back
10/14/2019	K Doyle	Shevell BK - NEMF:	1.00	\$18.30	Travel to NEMF and back
10/14/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	RT to Shevell
10/15/2019	K Doyle	Shevell BK - NEMF:	1.00	\$18.30	Tolls to NEMF and back
10/15/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	RT to Shevell
10/16/2019	K Doyle	Shevell BK - NEMF:	1.00	\$11.60	Tolls from NEMF
10/16/2019	A Mink	Shevell BK - NEMF:	1.00	\$2.50	Return from Shevell
10/17/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	RT to Shevell
10/31/2019	A Mink	Shevell BK - NEMF:	1.00	\$5.00	RT to Shevell
TOLLS BILLABLE: Sub-Total: <u>\$173.90</u>					
Grand Total: <u>\$1,151.18</u>					